

AGREEMENT MODIFYING PROTECTIVE COVENANTS

THIS AGREEMENT, made and entered into this 28th day of September,

1964, by and between the undersigned owners of all of the lots in Palomino Hills, an addition in Douglas County, Nebraska, whose names are subscribed to this agreement opposite the legal description of the lots owned by them, respectively, as parties of the first part, hereinafter called Owners, and Burt Company, a Nebraska corporation, as party of the second part, hereinafter called Builder, witnesseth:

WHEREAS the then Owners of all of the lots in Palomino Hills, an addition in Douglas County, Nebraska, entered into protective covenants, dated August 28, 1962, and recorded November 14, 1962 in the office of the Register of Deeds of Douglas County, Nebraska, at Book 389, page 475 of the Miscellaneous Records, and

WHEREAS said protective covenants provide in part that none of the lots in said addition shall be used for other than residential purposes, and

WHEREAS the Owners are willing to agree with Builder that said covenants may be modified as to certain of said lots so as to permit same to be used for other purposes.

NOW THEREFORE, IN CONSIDERATION OF THE PREMISES, AND FOR OTHER GOOD AND VALUABLE CONSIDERATION, IT IS AGREED AS FOLLOWS:

1. Owners and Builder state and represent that they are the present owners of record of all of the lots in Palomino Hills, an addition in Douglas County, Nebraska, which said lots number as follows:

Lots 1 through 21 inclusive, Block 1
 Lots 1 through 40 inclusive, Block 2
 Lots 1 through 31 inclusive, Block 3
 Lots 1 through 17 inclusive, Block 4
 Lots 1 through 18 inclusive, Block 5
 Lots 1 through 9 inclusive, Block 6
 Lots 1 through 6 inclusive, Block 7

2. Owners agree with Builder that the protective covenants hereinabove referred to be and hereby are modified to provide that Lots One (1), Two (2), Three (3),

four (4), Five (5), and Six (6), Block One (1), Palomino Hills, may be used for any purpose now or hereafter permitted in First Commercial Zoning as provided in the Zoning Ordinances of the City of Omaha, Nebraska.

3. Owners agree with Builder that the protective covenants hereinabove referred to be and hereby are modified to provide that Lots One (1), Two (2), Three (3), Four (4), and Five (5), of Block Four (4), Palomino Hills, may be used for any purpose now or hereafter permitted in Ninth Residential Zoning as provided in said Zoning Ordinance.

4. Owners agree that they will not oppose the rezoning of the lots described in paragraphs 2 and 3 to First Commercial and Ninth Residential Zoning, respectively, by the zoning authorities of the City of Omaha.

5. Builder agrees that it will develop the aforesaid lots in a well-planned and attractive manner, and that any buildings and other improvements constructed on said lots shall be of first-class construction, of design compatible with other buildings in Palomino Hills, and with appropriate landscaping and shrubbery.

6. It is agreed that except as herein modified, said protective covenants hereinabove referred to, dated August 28, 1962, be and remain in full force and effect.

IN WITNESS WHEREOF, the Owners hereinabove set forth and the Builder have annexed their signatures opposite and to the right of the lots owned by them, respectively:

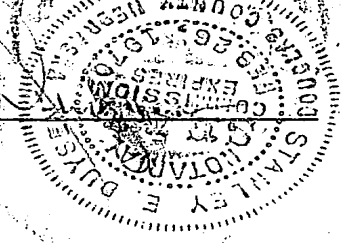
OWNERS

STATE OF NEBRASKA)
) ss.
COUNTY OF DOUGLAS)

On this 7th day of November, 1964, before me the undersigned, a Notary Public in and for said County, personally came Alan R. Murray President of Murray Construction, Inc., a corporation, to me personally known to be the President and the identical person whose name is affixed to the foregoing instrument and acknowledged the execution thereof to be his voluntary act and deed as such officer and the voluntary act and deed of the said Murray Construction, Inc., and that the Corporate Seal of the said Murray Construction, Inc., was thereto affixed by its authority.

Witness my hand and Notarial Seal at Omaha Nebraska in said county and on the day and year above written.

Stanley E. Dusek
Notary Public

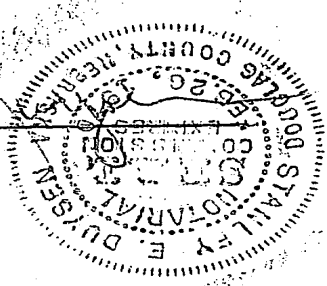


STATE OF NEBRASKA)
) ss.
COUNTY OF DOUGLAS)

On this 9th day of November, 1964, before me the undersigned, a Notary Public duly commissioned and qualified for in said county, personally came Harry D. DeLong and Waunita B. DeLong, husband and wife; Ronald J. Phillips and Elizabeth M. Phillips, husband and wife; and Hugh John McGuire, single and unmarried, to me known to be the identical persons whose names are affixed to the foregoing instrument and acknowledged the execution thereof to be their voluntary act and deed.

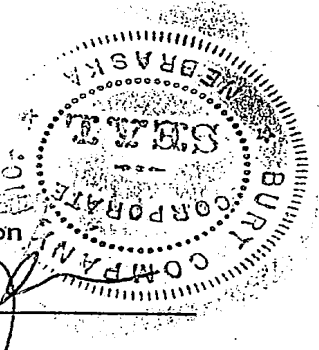
Witness my hand and Notarial Seal the day and year last above written.

Stanley E. Dusek
Notary Public



BUILDER:

Burt Company, a Corporation
By *Donald L. Zern*
President



Attest:
Conrad D. Zern
Secretary

STATE OF NEBRASKA)
) ss.
COUNTY OF DOUGLAS)

On this 14th day of November, 1964, before me the undersigned, a Notary Public in and for said County, personally came *Donald L. Zern* President of the Burt Company, a corporation, to me personally known to be the President and the identical person whose name is affixed to the foregoing instrument and acknowledged the execution thereof to be his voluntary act and deed as such officer and the voluntary act and deed of the said Burt Company, and that the Corporate Seal of the said Burt Company, was thereto affixed by its authority.

Witness my hand and Notarial Seal at *Omaha, Nebraska*
in said county the day and year last above written.

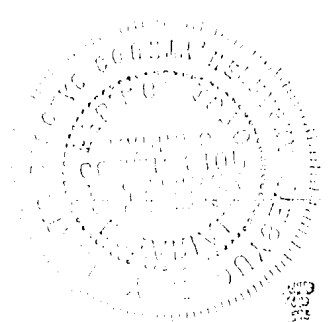
Stanley E. ...
Notary Public



1964

OFFICE OF THE REGISTER OF DEEDS
STATE OF INDIANA
COLUMBIANA COUNTY

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[Signature]
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THOMAS J. O'CONNOR
REGISTER OF DEEDS
THE STATE OF INDIANA
COLUMBIANA COUNTY, IN.

Entered in the office of the Registrar of Deeds of said County and recorded in
Book 419
Page 323

[Signature]

By Burd R. Kelly
2-7-13
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